

P99000081285
PARK BENCH PRODUCTIONS, INC.

3850 North Powerline Road, Suite B
Deerfield Beach, FL 33441
Tel: 954-969-1010
Fax: 954-969-1297

September 21, 2001

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
01 SEP 24 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Re: Park Bench Productions, Inc.
Articles of Amendment to Articles of Incorporation**

Dear Sir or Madam:

Enclosed herewith are the Articles of Amendment to Articles of Incorporation of Park Bench Productions, Inc. and a check in the amount of \$43.75 for the filing fee. I have also enclosed a self-addressed postage paid envelope for your convenience. If you have any questions please contact me at the number above. Thank you.

Sincerely,



PATRICIA KLEIN, ESQ.

PK:mv

100004609221--8
-09/24/01--01131--005
*****43.75 *****43.75

Maria
AUTHORIZATION BY _____
CORRECT Take out with
DATE 10/2
NO. _____ TRG

ADD Director to sign

AMEND
TRG
10-2
(W)

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PARK BENCH PRODUCTIONS, INC.**

FILED
01 SEP 24 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

Article I of the Articles of Incorporation of Park Bench Productions, Inc. designates 22783 S. State Road 7, # 53, Boca Raton, Florida 33428 as the address of the corporation. Said Article I of the Articles of Incorporation of Park Bench Productions, Inc. is hereby amended to read as follows:

ARTICLE I

The name of this corporation shall be **PARK BENCH PRODUCTIONS, INC.**, and the address of this corporation shall be 3850 North Powerline Road, Suite B, Deerfield Beach, Florida 33441.

Article V of the Articles of Incorporation of Park Bench Productions, Inc. designates A. Wayne Gill, Esq. as the registered agent. Said Article V of the Articles of Incorporation of Park Bench Productions, Inc. is hereby amended to read as follows:

ARTICLE V

The registered office of this corporation shall be 3850 North Powerline Road, Suite B, Deerfield Beach, Florida 33441 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The registered agent at that address shall be **PATRICIA KLEIN, ESQ.**

Article VII of the Articles of Incorporation of Park Bench Productions, Inc. designates Mark Alfieri and Jack Levine as Directors. Said Article VII of the Articles of Incorporation of Park Bench Productions, Inc. is hereby amended to read as follows:

ARTICLE VII

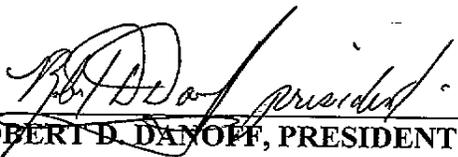
The name and address of the director of the corporation, who shall hold office until his successors are duly elected and qualified shall be:

ROBERT D. DANOFF
3850 North Powerline Road, Suite B
Deerfield Beach, Florida 33441

SECOND: The date of each Amendment's adoption is September 21, 2001.

THIRD: The Amendments were adopted by the director without shareholder action and shareholder action was not required.

Signed this 21st day of September, 2001.



ROBERT D. DANOFF, PRESIDENT / DIRECTOR

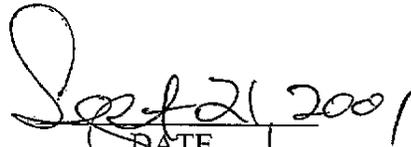
**CERTIFICATE DESIGNATING DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with the laws of Florida, the following is submitted:

Park Bench Productions, Inc. has named **Patricia Klein, Esq.**, 3850 North Powerline Road, Suite B, Deerfield Beach, Florida 33441 as it's statutory Registered Agent.

**HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE
OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE
DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS
REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE
TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR
WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.**


PATRICIA KLEIN


DATE